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February 20, 2014

E. DAVID IRWIN  
STEPHEN LEWIN  
EDWARD COHN  
JOHN LEWIN

JESSE COHN

All Brands LLC  
20415 Highland Road  
Baton Rouge, LA 70817

Attention: Mr. John M. Douthat, President

Re: **RNK, LLC Advertising Policy Agreement**

Dear Mr. Douthat,

We are corporate counsel to RNK, LLC of Knoxville, Tennessee.

Our client has provided us with copies of the agreements executed by All Brands LLC and RNK, LLC in 2007; among those agreements is one entitled RNK, LLC Advertising Policy Agreement.

Our client has also sent us copies of a number of emails which indicate that your company has violated this Agreement by selling Floriani branded products on E-Bay on at least three occasions over the past several years, despite warnings each time that such sales are in violation of the cited Agreement. Currently, material on your website, (<http://www.allbrands.com/categories/1616>), shows seven (7) specific violations of the Agreement regarding the minimum advertised prices of the following Floriani items: Image Maker; Lettering Pro; Borders and Frames; Auto Digitizing III; Monogram Master; Embroidery Suite; and Font Collections.

Though RNK has expressed an opinion to us that your company has been a valued customer, that fact notwithstanding, these violations have been and are very harmful to RNK's business. As a result, we are informing you that a decision has been made that if you do not immediately cure the current breach, or if after curing the current breach you again breach the Advertising Policy Agreement, (or any other agreement between RNK, LLC and All Brands LLC), RNK will terminate all agreements between it and your company.

Very truly yours,  
IRWIN, LEWIN, COHN & LEWIN, P.C.

By:

  
E. DAVID IRWIN

EDI:hs  
Via Federal Express

**EXHIBIT**  
**C**

# FedEx Package Express US Airbill

02J5

Sender's Copy

SPH1

1 From Please print and press hard.  
 Date 2-20 Sender's FedEx Tracking Number 1580584761038-1074-4 NY

Sender's Name E. J. IRWIN Phone 212, 759-2600

Company IRWIN LEWIN COHN & LEWIN

Address 845 3RD AVE RM 1400

City NEW YORK

State NY ZIP 10022-6620

2 Your Internal Billing Reference

3 To

Recipient's Name JOHN M. DOUGLAS

Phone

Company ALL BRANDS LLC

Address ROY'S HIGHLAND ROAD

We cannot deliver to P.O. boxes or F.O. ZIP codes.

Address

Use this line for the HOLD location address or for confirmation of your shipping address.

City BATON ROUGE State LA ZIP 70817

0457495264

Ship it. Track it. Pay for it. All online.  
 Go to FedEx.com

4 Express Package Service \*To most locations.  
 NOTE: Service order has changed. Please select carefully.

Packages up to 150 lbs.  
 For packages over 150 lbs., see the FedEx Express website for details.

Next Business Day

☐ FedEx First Overnight

☐ FedEx Priority Overnight

☒ FedEx Standard Overnight

☐ FedEx 2Day

☒ FedEx Envelope\*

☐ FedEx Pak\* ☐ FedEx Box ☐ FedEx Tube ☐ Other

6 Special Handling and Delivery Signature Options

☐ SATURDAY Delivery

☐ No Signature Required

☐ Direct Signature

☐ Indirect Signature

☒ No

☐ Yes

☐ Dry Ice

☐ Cargo Aircraft Only

7 Payment Bill to:

Sender's Name

Recipient

Third Party

Credit Card

Cash/Check

Total Packages

Total Weight

Total Declared Value\*

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6.11